## IN THE CLAIMS:

In Column 22, please replace Claim 1 with the following:

1. A sound reproducing system for a model train traveling on a plurality of rails that uses an amplified digital control signal for propulsion and control, the system comprising:

a sound memory storing a plurality of sound effects at predetermined addresses;

a controller connected to the sound memory for recalling the sound effects of either one or a plurality of sound effects in a predetermined sequence or a random sequence;

a sound memory containing multiple samples that emulate a locomotive at various speeds and [work loads] work-loads;

an integrated sound, motor and special effects controller controlled by a bi-polar digital signal, the motor and special effects controller reproducing the stored sounds contained in the model train; and

a digital packet triggering a sound effect for automatic playback of a sound effect.

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